



F4 6'44

CHANGE OF AGENT
(Foreign Corporation)

- - - - -

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.:

We, F. H. Brownell, President, and J. L. Martin, Secretary, of Federal Mining and Smelting Company, a corporation organized and existing under the laws of the State of Delaware, which was duly licensed to transact business in Missouri on the 19th day of December, 1924, with location of its principal office in Missouri hereafter at 604 Carleton Building, St. Louis, Missouri, do hereby certify that Arthur E. Miller has been appointed by said corporation as its principal agent in Missouri, vice David Nassau, and that he is duly authorized to represent said corporation in said state, with his office at the location above set forth.

F. H. Brownell
President

J. L. Martin
Secretary

Subscribed and sworn to before me
this 5th day of December, 1939.

L. K. Kuehn

FILED

DEC 5 1939

W. H. H. H. H.
Secretary of State

602123

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

We, Francis H. Brownell, President, and J.L. Martin, Secretary of Federal Mining and Smelting Company, a corporation duly authorized and existing under the laws of the State of Delaware by Amended Certificate of Incorporation filed on the 22nd day of August, 1903, located at Dover, in the State of Delaware and elsewhere, do solemnly swear that in making application for license to do business in Missouri, under provisions of section 2792, R.S. 1919, we are duly authorized to represent said corporation in making this affidavit, and that it is the desire of said corporation to carry on in the State of Missouri, solely, the business of mining, milling, smelting, refining, manufacturing, buying, selling and dealing in mines and minerals, goods, wares and merchandise, patents, trade marks, trade names, to hold, purchase, mortgage and convey real and personal property, and to engage in the construction and transportation business of any kind or character whatsoever.

Fr Brownell
President.

ATTEST:

J.L. Martin
Secretary.

Subscribed and sworn to before me this 11th day of December, 1924.

J.L. Martin
Notary Public.

Notary Public, State of Missouri
Commission Expires 1925

602130



STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

Corporation Division

Amended Certificate of Authority of a Foreign Corporation

WHEREAS AMERICAN SMELTING AND REFINING COMPANY (FORMERLY: ASARCO
INCORPORATED) NEW JERSEY
incorporated under the Laws of the State of and now in existence and in good
standing in said State, and qualified to transact business in Missouri has delivered to me, duly authen-
ticated evidence of an amendment to its Articles of incorporation as provided by law, and has, in all
respects, complied with the requirements of The General and Business Corporation Law of Missouri
governing Amendments to the Articles of Incorporation of Foreign Corporations-

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, by virtue
of the authority vested in me, do hereby certify that I have filed said Articles of Amendment as pro-
vided by law and in accordance therewith issue this Certificate of Amendment

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
the GREAT SEAL of the State of Missouri, at the City of Jefferson
this 23rd day of MAY, 1975

James C. Kirkpatrick
Secretary of State

RECEIVED OF: AMERICAN SMELTING AND REFINING COMPANY

THIRTEEN DOLLARS AND NO/100----- Dollars. \$ 13.00

For Credit of General Revenue Fund, on Account of Incorporation Tax and Fee

No. F 174685

Dorothy Mae Miller
Deputy Collector of Revenue

C T CORPORATION SYSTEM



Associated with The Corporation Trust Company
277 PARK AVENUE NEW YORK, N.Y. 10022 (212) 851-1100

May 21, 1975

COUNSEL: Mr. A. J. Gillespie, Jr., V.P.,
Secy. & Gen. Csl.
Asarco Incorporated
120 Broadway
New York, NY 10005

RECEIVED

MAY 23 1975

Secretary of State
Corporation Division
Capital Bldg.
P.O. Box 778
Jefferson City, Missouri 65101

James G. Thompson
Corporation Dept. SECRETARY OF STATE

Dear Sirs:

RE: CHANGE OF NAME OF: ASARCO INCORPORATED Job # AA 01906-5
to: SMELTING AND REFINING COMPANY

CHANGE OF NAME OF: AMERICAN SMELTING AND REFINING COMPANY
to: ASARCO INCORPORATED Job # AA 05180-3

In accordance with your communications of May 19, 1975, copies of which are enclosed, we are resubmitting for filing Amended Applications on behalf of the above companies in your State.

Also enclosed, please find the appropriate Good Standing Certificates.

We trust this now meets with your approval and look forward to receipt of the usual acknowledgement of filing.

Thank you for your attention to this matter.

Very truly yours,

C T CORPORATION SYSTEM

Maris Kruze
Maris Kruze
Service Representative

MK:ac
Encs.

Title F177685
Fee \$ 13.00 Bal \$
F. LF Approved By MMR
Returned
Amendment:



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE

JAMES C. KIRKPATRICK
SECRETARY OF STATE

JEFFERSON CITY 65101
TELEPHONE 314-635-7291

MAY 19, 1975

C.T. CORPORATON SYSTEM
MARIS KRUIZE, SERVICE REPRESENTATIVE
277 PARK AVENUE
NEW YORK, N.Y. 10017

Re: F 174685 ASARCO INCORPORATED

Dear Sir:

We have received the enclosed Articles. They cannot be filed as received and are being returned to you to be corrected for the following reasons:

- ☐ The correct corporate name has not been stated (See Section 351.095 RSMo 1969).
- ☐ The date of the shareholders meeting at which the resolution was adopted has not been stated.
- ☐ The issued and outstanding shares, those entitled to vote, and the number voting for and against the resolution must be stated.
- ☐ Article _____ of the Articles of Incorporation state shares were issued before the corporation commenced business. This document states _____ shares are issued and outstanding. If the shares have been issued but re-acquired, please accompany the filing with a letter indicating that fact.
- ☐ The articles must be signed by the President or Vice-President and Secretary or Assistant Secretary.
- ☐ The articles must be verified pursuant to Section 351.051 RSMo 1969.
- ☐ The articles must be filed in duplicate with original seals and signatures on both copies.
- ☐ Please affix the corporate seal; if the corporation does not have a seal, please indicate "None".
- ☐ The articles must be filed on the corporation's behalf by an Attorney.
- ☐ The name _____ is not available for corporate use in the State of Missouri.
- ☐ The corporation is not in good standing because _____.
- ☐ Filing fee is _____.
- ☒ Other reasons:

NEED A ONE PAGE CERTIFICATE OF FACT FROM PARENT STATE/STATING OLD NAMES, NEW NAME AND CORPORATE GOODSTANDING.

Very truly yours,

JAMES C. KIRKPATRICK
Secretary of State

From: Corporation Division

If you have any questions, please contact - 314/751-4609 regarding Amendments
314/751-3230 regarding Mergers

Encl. CHECK IN AMOUNT OF \$26.00
U 34081

Ltr.#26

State of Missouri . . . Office of Secretary of State

**APPLICATION FOR AN AMENDED CERTIFICATE OF AUTHORITY
FOR A FOREIGN CORPORATION**

(To be submitted in duplicate by an attorney)

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MO. 65102

AMERICAN SMELTING AND REFINING COMPANY
(Formerly: ASARCO INCORPORATED), a corporation,

pursuant to the provisions of "The General and Business Corporation Law of Missouri" relating to amended certificate of authority of Foreign Corporation, does hereby state,

(1) Its name is AMERICAN SMELTING AND REFINING COMPANY

it was incorporated in the State of New Jersey ; and it was qualified
in the State of Missouri on February 27, 1975

(2) The name it will use in Missouri is AMERICAN SMELTING AND REFINING COMPANY

(3) The address of its principal office in the state or country of organization is
15 Exchange Place, Jersey City, New Jersey
(Include street and number, if any.)

(4) The address of its registered agent in Missouri is
514 North Broadway, St. Louis, Missouri 63101
(Include street and number, if any)

and the name of registered agent in Missouri at such address is
C T Corporation System

(5) The corporation is qualified under the following states and countries other than Missouri:

All States, Except Virginia
and several Canadian Provinces.

(6) By appropriate corporate action on April 23, 1975, the corporation:

1. Changed its corporate name to AMERICAN SMELTING AND REFINING COMPANY
2. Changed its period of duration to "No Change"

(7) The specific purpose or purposes which the corporation intends to pursue in the transaction of business in Missouri are changed to read as follows: (restate purposes if changed)

"No Change"

(8) There is attached hereto a Certificate of the Secretary of State of the State of New Jersey relating to the amendment(s), set forth in item 6 above and showing that the Corporation is in existence and in good standing in said State.

IN WITNESS WHEREOF, the undersigned corporation has caused this application to be executed in its name by its President or Vice-President attested by its Secretary or Assistant Secretary, this 1st day of May, 19 75.

(CORPORATE
SEAL)

AMERICAN SMELTING AND REFINING COMPANY

(Exact Corporate Name)

Joseph A. Barbera
By Joseph A. Barbera
President ~~XXXXXXXXXX~~

Joseph A. Barbera

ATTEST:

A. D. Atwell
Secretary of ~~XXXXXXXXXX~~

A.D. Atwell

STATE OF DELAWARE

COUNTY OF NEW CASTLE

} ss

I, LINDA L. SESTAK

FILED
AND AMENDED CERTIFICATE OF
AUTHORITY ISSUED

MAY 23 1975

James G. Ginter
Corporation Dept. SECRETARY OF STATE

a notary public,

do hereby certify that on this 1st day of May, 19 75,
personally appeared before me JOSEPH A. BARBERA,
who, being by me first duly sworn, declared that he is the President
of AMERICAN SMELTING AND REFINING COMPANY, that he signed the foregoing document
as President of the corporation, and that the statements therein contained are true.

PLACE
NOTARY SEAL
HERE

Linda L. Sestak
Notary Public

My Commission expires

June 25, 1976

FILED
AND AMENDED CERTIFICATE OF
AUTHORITY ISSUED

MAY 23 1975

James G. Ginter
Corporation Dept. SECRETARY OF STATE